

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

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In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

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**DEBTORS' URGENT MOTION FOR LEAVE TO
EXCEED PAGE LIMITS IN THE OMNIBUS REPLY OF DEBTORS
TO RESPONSES TO MOTION OF DEBTORS FOR ORDER APPROVING
PROCEDURE TO RESOLVE THE COMMONWEALTH-COFINA DISPUTE**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Commonwealth of Puerto Rico (the “Commonwealth”) and the Puerto Rico Sales Tax Financing Corporation (“COFINA,” and together with the Commonwealth, the “Debtors”), by and through the Financial Oversight and Management Board for Puerto Rico the (“Oversight Board”), as the Debtors’ representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² by and through their attorneys, hereby move this Court for entry of an order, substantially in the form of **Exhibit A**, allowing them to exceed the fifteen page limit set forth in the *First Amended Notice, Case Management and Administrative Procedures* [Docket No. 262-1] (“Case Management Procedures”) for their

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); and (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474).

² PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

omnibus reply (the “Omnibus Reply”) to the responses (the “Responses”)³ filed to the *Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* [Docket No. 303] (the “Motion”), and respectfully represent as follows:

1. Nine (9) separate Responses were filed in response to the Motion.
2. Pursuant to Paragraph III.I of the Case Management Procedures, the Debtors’ reply to the Responses is due on **June 24, 2017**.
3. Pursuant to Paragraph I.E of the First Amended Procedures, memoranda of law in support of replies are limited to fifteen (15) pages unless prior permission has been granted.
4. In the interest of efficiency and for the convenience of the Court, the Debtors will file one Omnibus Reply that combines the Debtors’ replies to each of the nine Responses received. However, in consolidating the Responses in a single document, the Debtors will not be able to meet the fifteen-page limit.
5. Accordingly, the Debtors respectfully seek leave to file an Omnibus Reply that will not exceed twenty (20) pages, excluding exhibits, pages containing the case caption, and signature pages.

³ See (i) *Response and Reservation of Rights of International Union, United Automobile, Aerospace and Agricultural Implement Workers of America (UAW), Service Employees International Union, and American Federation of State, County & Municipal Employees to Debtors’ Motion for an Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “Unions Response”) [ECF No. 357]; (ii) *Opposition of Goldman Sachs Asset Management, L.P. to Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “GSAM Response”) [ECF No. 360]; (iii) *Response in Opposition of Financial Guaranty Insurance Company to Puerto Rico Funds and Mutual Fund Group’s Motion for Relief from the Automatic Stay and Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “FGIC Response”) [ECF No. 369]; (iv) *Objection of Mutual Fund Group and the Puerto Rico Funds to Debtors’ Motion for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “Mutual Fund Group Response”) [ECF No. 372]; (v) *National Public Finance Guarantee Corporation’s Objection to the Financial Oversight and Management Board for Puerto Rico’s Motion for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “National Response”) [ECF No. 373]; (vi) *Objection of COFINA Senior Bondholders’ Coalition to Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “COFINA Senior Bondholders Response”) [ECF No. 374]; (vii) *AMBAC Assurance Corporation’s Objection to Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “AMBAC Response”) [ECF No. 375]; (viii) *Objection of the Ad Hoc Group of General Obligation Bondholders to Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “GO Group Response”) [ECF No. 408]; and (ix) *Limited Objection of Assured Guaranty Corp. and Assured Guaranty Municipal Corp. to Motion of Debtors for Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* (the “Assured Response”) [ECF No. 411].

Dated: June 23, 2017
San Juan, Puerto Rico

Respectfully submitted,

/s/ Martin J. Bienenstock

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Exhibit A

Proposed Order

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

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In re:

PROMESA
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No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

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**ORDER GRANTING DEBTORS LEAVE TO
EXCEED PAGE LIMITS IN THE OMNIBUS REPLY OF DEBTORS
TO RESPONSES TO MOTION OF DEBTORS FOR ORDER APPROVING
PROCEDURE TO RESOLVE THE COMMONWEALTH-COFINA DISPUTE**

Upon the *Debtors' Urgent Motion for Leave to Exceed Page Limits in the Omnibus Reply of Debtors to Responses to Motion of Debtors for Order Approving Procedure to Resolve the Commonwealth-COFINA Dispute* (the "Urgent Motion") seeking leave to exceed the fifteen (15) page limit for memoranda of law in support of replies set by the Case Management Procedures; and the Court having found it has subject matter jurisdiction over this matter pursuant to PROMESA section 306; and it appearing that venue in this district is proper pursuant to PROMESA section 307; and the Court having found that the relief requested in the Urgent Motion is in the best interests of the Debtors, their creditors, and other parties in interest; and the Court having found that the Debtors provided adequate and appropriate notice of the Urgent Motion under the circumstances and that no other or further notice is required; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED that:

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); and (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474).

1. The Urgent Motion is GRANTED.
2. Debtors may file their Omnibus Reply exceeding the relevant page limits.
3. The Omnibus Reply will not exceed twenty (20) pages, excluding exhibits, pages containing the case caption, and signature pages.
4. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: June _____, 2017
San Juan, Puerto Rico

LAURA TAYLOR SWAIN
United States District Judge